

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

GT Real Estate Holdings, LLC,

Debtor.¹

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Chapter 11

Case No. 22-10505 (KBO)

NOTICE OF FILING OF REDLINE OF INTERIM DIP ORDER

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On June 2, 2022, the debtor and debtor in possession (the “**Debtor**”) in the above-captioned case filed the *Motion for Entry of Interim and Final Orders (I) Authorizing the Debtor to Obtain Post-Petition Financing, (II) Granting Liens and Super-Priority Claims, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief* [D.I. 9] (the “**DIP Motion**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”). Attached as **Exhibit A** to the DIP Motion was a proposed form of order granting the interim relief requested in the motion (the “**Proposed Interim DIP Order**”). Attached as **Exhibit B** to the DIP Motion was the DIP Credit Agreement (the “**Proposed DIP Credit Agreement**”).

2. The Debtor received certain informal comments from the United States Trustee with respect to the interim relief sought in the Motion and, accordingly, the Debtor has prepared a revised Proposed Interim DIP Order (the “**Revised Interim DIP Order**”), as well as a revised DIP Credit Agreement (the “**Revised Credit Agreement**”).

3. For the convenience of the Court and all parties in interest, a redline comparison of the Revised Interim DIP Order marked against the Proposed Interim DIP Order is attached hereto as **Exhibit 1**. Further, a redline comparison of the relevant portions of the Revised DIP Credit

¹ The Debtor and the last four digits of its taxpayer identification number are: GT Real Estate Holdings, LLC

Agreement marked against the Proposed DIP Credit Agreement is attached hereto as **Exhibit 2**.

4. The Debtor intends to present the Revised Interim DIP Order and the Revised DIP Credit Agreement to the Court at the hearing (the “**Hearing**”) currently scheduled to take place on **June 6, 2022 at 10:30 a.m. (prevailing Eastern Time)**, before the Honorable Karen B. Owens, at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 3, Wilmington, Delaware 19801.

5. Finally, for the convenience of the parties, clean versions of the Revised Interim DIP Order and Revised DIP Credit Agreement are attached hereto as **Exhibit 3** and **Exhibit 4**, respectively.

Dated: June 6, 2022

Respectfully submitted,

FARNAN LLP

/s/ Michael J. Farnan

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*Proposed Counsel to the Debtor and
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